

December 17, 2015
EPA Region 1 – New England
Frank Gardner, Regional Brownfields Contact
5 Post Office Square
Suite 100, Mail code: OSRR7-2
Boston, MA 02109-3912

RE: Greylock Flume: FY16 Proposal for Brownfields Cleanup Grant

Dear Mr. Gardner:

Greylock Flume, Inc. respectfully submits this proposal to the U.S. EPA's Brownfields Cleanup Grant program to help facilitate the cleanup of an important brownfield site in North Adams, Massachusetts.

The City of North Adams is located in Berkshire County, Massachusetts, the westernmost county in the state. Its population was 13,725, as of the 2010 census, making it the least populous city in the state. For much of its history, North Adams was a mill town. Manufacturing began in the city before the Revolutionary War, largely because the confluence of the Hoosic River's two branches provided water power for small-scale industry. These fast-flowing waters provided power to drive the machinery in the cotton mills; it also served as a convenient way to get rid of waste from these mills. Sadly, even within the memory of current North Adams residents, the Hoosic River ran different colors, smelled awful, and carried toxic waste.

The brownfield property to be cleaned up under this grant (the Site) is a vacant riverfront parcel associated with a former textile mill (Greylock Mill). The tailrace of the hydropower system, which at one time provided power to the historic mill, is located on the Site. The tailrace is contaminated with a sludge that is made up of petroleum products comingled with semi-volatile organic carbons (SVOCs), metals, and polychlorinated biphenyls (PCBs).

The Site, which is located in the north central portion of the Target Area, was at one time one of three parcels totaling approximately 9 acres that made up the Greylock Mill complex. There are no buildings on the site, however the associated parcels include a complex of buildings comprising roughly 235,000 built square feet, known as the Greylock Mill. The mill was constructed in the late 1800s as a fine cotton spinning facility run on hydro-power. Its success led to substantial expansion in the early 1900s.

- a. **Applicant Identification:** Greylock Flume, Inc.
c/o Cain, Hibbard & Myers
66 West Street, Third Floor
Pittsfield, MA 01201
- b. **Applicant DUNS:** 080043493
- c. **Funding Requested**
 - i) Grant Type: Cleanup Grant
 - ii) Funds Requested: \$200,000 (with \$40,000 cost share provided by the applicant)
 - iii) Contamination: Hazardous
- d. **Location:** North Adams, Berkshire County, Massachusetts
- e. **Property Name & Address:** "Greylock Flume" 506-508 State Road, North Adams, MA 01247
- f. **Contacts:**

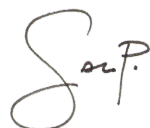
i) Project Director:
Melissa J. Provencher, Senior Planner/Brownfields Program Coordinator
Berkshire Regional Planning Commission
1 Fenn Street, Suite 201, Pittsfield, MA 01201
Phone (413) 442-1521 ext. 22 Fax (413) 442-1523
mprovencher@berkshireplanning.org

ii) Chief Executive Official:
Salvatore Perry, President
20Renwick Street, New York, NY 10013
Phone (646) 336-6950 ext. 2 Fax (646)
sal@latentnyc.com

- g. **Date Submitted:** December 17, 2015
- h. **Project Period:** October 2016 through September 2019
- i. **Population¹:**
- | | |
|-----------------------|--------|
| i) North Adams: | 13,657 |
| ii) Target Community: | 3,086 |

Thank you for your consideration of our proposal. We look forward to working with your office to cleanup this important site. Please feel free to contact me if you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read 'Sal P.', with a stylized flourish.

Salvatore Perry, President

¹ Data are from the 2009-2013 American Community Survey

Regional Priorities Form/Other Factors Checklist

Name of Applicant: Greylock Flume, Inc.

Regional Priorities Other Factor

If your proposed Brownfields Assessment project will advance the regional priority(ies) identified in Section I.E, please indicate the regional priority(ies) and the page number(s) for where the information can be found within your 15-page narrative. Only address the priority(ies) for the region in which your project is located. EPA will verify these disclosures prior to selection and may consider this information during the selection process. If this information is not clearly discussed in your narrative proposal, it will not be considered during the selection process.

Regional Priority Title(s):

Coordinated Public Funding for Brownfields

This regional priority includes proposed projects that complement other brownfield efforts receiving federal, state or local funding or where the community is working with federal, state, or local governments to address their brownfields. EPA Region 1 is particularly interested in projects where the applicant has already been working with federal, state, or local agencies, or where funding has been received and the EPA grant would “fill the gaps” to establish a comprehensive approach to Brownfields site characterization, assessment, cleanup and redevelopment.

Page Number(s): Page 10

AND

Assistance to Communities That Have Limited In-House Capacity to Manage Brownfields Projects

This regional priority includes proposed projects that provide support to communities that have limited capacity or administrative infrastructure to effectively manage brownfields programs. Proposals that include partnerships among governmental entities having shared jurisdiction over the targeted sites (e.g. state, regional authorities, local governments) relate to this priority.

Page Number(s): Page 15

Assessment Other Factors Checklist

Please identify (with an **x**) which, if any of the below items apply to your community or your project as described in your proposal. To be considered for an Other Factor, you must include the page number where each applicable factor is discussed in your proposal. EPA will verify these disclosures prior to selection and may consider this information during the selection process. If this information is not clearly discussed in your narrative proposal or in any other attachments, it will not be considered during the selection process.

	Other Factor	Page #
	<i>None of the Other Factors are applicable.</i>	
	Community population is 10,000 or less.	
	Applicant is, or will assist, a federally recognized Indian tribe or United States territory.	
	Targeted brownfield sites are impacted by mine-scarred land.	
	Project is primarily focusing on Phase II assessments.	
	Applicant demonstrates firm leveraging commitments for facilitating brownfield project completion by identifying amounts and contributors of funding in the proposal and have included documentation.	
x	Recent (2008 or later) significant economic disruption has occurred within community, resulting in a significant percentage loss of community jobs and tax base.	6
	Applicant is one of the 24 recipients, or a core partner/implementation strategy party, of a “manufacturing community” designation provided by the Economic Development Administration (EDA) under the Investing in Manufacturing Communities Partnership (IMCP). To be considered, applicants must clearly demonstrate in the proposal the nexus between their IMCP designation and the Brownfield activities. Additionally, applicants must attach documentation which demonstrate either designation as one of the 24 recipients, or relevant pages from a recipient’s IMCP proposal which lists/describes the core partners and implementation	
x	Applicant is a recipient or a core partner of HUD-DOT-EPA Partnership for Sustainable Communities (PSC) grant funding or technical assistance that is directly tied to the proposed Brownfields project, and can demonstrate that funding from a PSC grant/technical assistance has or will benefit the project area. Examples of PSC grant or technical assistance include a HUD Regional Planning or Challenge grant, DOT Transportation Investment Generating Economic Recovery (TIGER), or EPA Smart Growth Implementation or Building Blocks Assistance, etc. To be considered, applicant must attach documentation.	See attached
	Applicant is a recipient of an EPA Brownfields Area-Wide Planning grant.	

**U.S. Department of Housing
and Urban Development**

Certification of Consistency with Sustainable Communities Planning and Implementation

I certify that the proposed activities/projects in this application are consistent with the Livability Principles advanced by communities in the FY2010 Sustainable Communities Regional Planning and HUD-DOT Challenge Grants.

(Type or clearly print the following information)

Applicant Name: **Greylock Flume, Inc.**

Name of the Federal Program to
which the applicant is applying: **Brownfields Assessment Grants**

Name of the Preferred Sustainable
Communities Status Community: **North Adams, Massachusetts**

I further certify that:

- (1) The applicant is engaged in activities, that in consultation with the designated Point of Contact of the HUD designated Preferred Sustainability Status Communities, further the purposes of the regional planning grant program;
- (2) The applicant's proposed activities either directly reflect the Livability Principles cited and contained in HUD's General Section to the FY2011 NOFAs or will result in the delivery of services that are consistent with the goals of the Livability Principles;
- (3) The applicant has committed to maintain an on-going relationship with the HUD Preferred Sustainability Status Communities for the purposes of being part of the planning and implementation processes in the designated area.

Name of the Official Authorized to Certify the Preferred

Sustainable Communities Status meets

the above criteria to receive bonus points:

Title:

Organization:

Signature:

Date

(mm/dd/yyyy)

Ranking Criteria for Cleanup Grants

1. Community Need

1.a. Targeted Community and Brownfields

Target Community Description: The City of North Adams is located in Berkshire County, Massachusetts, the westernmost county in the state. Its population was 13,725, as of the 2010 census, making it the least populous city in the state. For much of its history, North Adams was a mill town. Manufacturing began in the city before the Revolutionary War, largely because the confluence of the Hoosic River's two branches provided water power for small-scale industry. These fast-flowing waters provided power to drive the machinery in the cotton mills; it also served as a convenient way to get rid of waste from these mills. Sadly, even within the memory of current North Adams residents, the Hoosic River ran different colors, smelled awful, and carried toxic waste.

The Target Community is defined by Census Tract 9215. Route 2 and the Hoosic River run east west through the northern, most densely populated portion of the Target Area. In fact, the project site is bounded to the north by the river and to the south by Route 2 in the center of the most densely developed portion of the Target Area. Although Route 2 itself is heavily commercial and industrial, the site is surrounded by residential neighborhoods, the Greylock Community Center and the Alcombright Athletic Complex.

Demographic Information:

The Targeted Community experiences a higher rate of unemployment than the national average as well as a significantly higher poverty rate of 14.3% compared to the national rate of 11.3%. In addition, the median household income of the Target Community is nearly \$12,000 less than the national average.

Demographic Information for North Adams, Massachusetts					
	Targeted Community	City of North Adams	Berkshire County	State of Massachusetts	National
	Census Tract 9215				
Population¹	3,086	13,657	130,545	660,5058	311,536,594
Unemployment²	7.7%	10.7%	9.9%	8.9%	5.3%
Poverty Rate¹	14.3%	19.4%	12.8%	11.4%	11.3%
Percent Minority¹	8.4%	10.2%	9.8%	24.3%	36.7%
Median Household Income¹	\$40,820	\$38,317	\$48,450	\$66,866	\$53,046
¹ Data are from the 2009-2013 American Community Survey					
² Data are from the Bureau of Labor Statistics					

Description of Brownfields: The brownfield property to be cleaned up under this grant (the Site) is a vacant riverfront parcel associated with a former textile mill (Greylock Mill). The tailrace of the hydropower system, which at one time provided power to the historic mill, is located on the Site. The tailrace is contaminated with a sludge that is made up of petroleum products comingled with semi-volatile organic carbons (SVOCs), metals, and polychlorinated biphenyls (PCBs).

The Site, which is located in the north central portion of the Target Area, was at one time one of three parcels totaling approximately 9 acres that made up the Greylock Mill complex. There are no buildings on the site, however the associated parcels include a complex of buildings comprising roughly 235,000 built square feet, known as the Greylock Mill. The mill was constructed in the late 1800s as a fine cotton spinning facility run on hydro-power. Its success led to substantial expansion in the early 1900s.

Aluminum anodizing operations have occurred at the Site since 1946 and continued through 2004. Numerous chemicals have been documented to be used during this process; including but not limited to, sulfuric acids, phosphoric acid, sodium hydroxide, nitric acid, nickel (and potentially other metals), and various dyes. Evidence of ten above ground storage tanks associated with such chemicals have been observed. The facility also stored former dip tanks (historical count of 30 tanks) and drums, and hazardous waste was accumulated in designated areas.

During a March 21, 2003 site visit by O'Reilly, Talbut & Okun (OTO) a discontinuous layer of black, viscous oil and/or sludge-like material on the water surface within the flume structure was observed. This release was approximately 50 to 100 feet west of the release of oil associated with RTN 1-13902. Analytical testing of the sludge-like material in May 2003 identified petroleum hydrocarbon concentrations of 6,300 mg/L and elevated hardness, calcium and magnesium concentrations. In February 2015, additional testing of the flume sediments identified concentrations of chemicals including SVOCs, metals, PCBs, and petroleum.

The contaminants found at the Site can cause real negative impacts to the environment, which may include the following impacts:

SVOCs: VOCs play an important role in communication between plants, and messages from plants to animals. Some VOCs are dangerous to human health or cause harm to the environment. Harmful VOCs typically are not acutely toxic, but have compounding long-term health effects.

Metals: Excessive levels of many metals can result in soil quality degradation, crop yield reduction, and poor quality of agricultural products, posing significant hazards to human, animal, and ecosystem health. Therefore, it becomes essential to remove accumulated metals.

PCBs: Once in the environment, PCBs do not readily break down and therefore may remain for long periods of time cycling between air, water, and soil. PCBs can accumulate in the leaves and above-ground parts of plants and food crops. They are also taken up into the bodies of small

organisms and fish. As a result, people who ingest fish may be exposed to PCBs that have bioaccumulated in the fish they are ingesting. PCBs have been demonstrated to cause cancer, as well as a variety of other adverse health effects on the immune system, reproductive system, nervous system, and endocrine system.

Petroleum: Petroleum-derived contaminants constitute one of the most prevalent sources of environmental degradation in the industrialized world. In large concentrations, the hydrocarbon molecules that make up crude oil and petroleum products are highly toxic to many organisms, including humans. Petroleum also contains trace amounts of sulfur and nitrogen compounds, which are dangerous by themselves and can react with the environment to produce secondary poisonous chemicals.

The overall brownfields challenges being faced by the community include approximately **one hundred and twenty three (123)** brownfield sites totaling approximately 400 acres according to records from the Massachusetts Department of Environmental Protection (Mass DEP) and the City. Twenty-four (24) potentially contaminated sites are located within the Target Area totaling 157 acres. These sites include, warehouses and storage, automotive supplies sales and service, auto repair facilities, gasoline service stations, car wash facilities, and industrial manufacturing operations.

Cumulative Environmental Issues: According to the report *Unequal Exposure to Ecological Hazards* (Faber and Krieg, 2005), there are many disparate environmental impacts that affect communities. The predominance of substandard housing, related home hazards such as mold and lead paint, and location of neighborhoods in areas vulnerable to flooding should be considered environmental justice issues. Additional impacts can come from proximity to major traffic arteries and parking facilities that generate traffic noise and pollution, as well as smaller polluting businesses, which can pose major environmental health hazards to community residents.

According to EPA's EJview, North Adams is a non-attainment area for Ozone 8-hour. The City of North Adams is considered the northern gateway to the Berkshires. The Site is located on State Route 2, which is an alternative to I-90 for east/west travel particularly for the northern part of the state as well as for travelers headed to the bordering states of Vermont and New Hampshire. The high number and proportion of trucks and trains has significant impacts, including detrimental air quality issues, noise impacts and potentially serious safety impacts.

1.b. Impacts on Targeted Community

Brownfield Impacts on the Public Health & Welfare of the Community: The majority of known brownfield sites in the City are located in developed areas and a cluster of sites can be found within the Target Area within a mile of the Site. These brownfields pose a health risk to residents and sensitive populations. Residents and sensitive populations may be exposed to contaminants through exposure routes such as inhalation, ingestion and dermal contact. The health concerns of the known brownfield contaminants found within the City include higher

incidences of cancer, harm to the immune system, reproductive system, nervous system, and endocrine system.

No health statistics are available for the Target Area or even at the city-wide scale. However, the Massachusetts Community Health Information Profile (MACHIP) provides health statistics at the County level. **Based on the existing available information**, asthma-related emergency room visits are significantly higher than the state as a whole with notable differences for women and minorities. Overall breast cancer incidence is slightly higher than the state as a whole. However, breast cancer incidence in the region is disproportionately higher for Hispanic and Black women when compared to the state with regional rate of 205 and 162.5 compared to the state rates of 70.3 and 116 respectively. In addition, the incidence of bronchus and lung cancer in Black non-Hispanic men in the region is significantly higher (206.8) than that of the state (92.5).

Sensitive Groups: Sensitive populations include minorities, elderly, children, and women of child-bearing age. At least fifty percent (53.9%) of North Adams residents can be classified as belonging to a sensitive population as indicated by the following chart. The remediation of known contaminants at the Site is an important step toward protecting these sensitive populations from possible exposure to harmful contaminants.

Table 2: Percentage of North Adams Residents Belonging to a Sensitive Population	
Minorities	9.9%
Over 65 Years Old	16.8%
Children	16.5%
Women of Child Bearing Age	20.6%
Source: U.S. Census 2010	

Disproportionate Impacts: Cumulative environmental and brownfield issues have disproportionately impacted the Target Community. The existence of brownfields within the Target Area fosters a sense of disinvestment, disregard and neglect within an already struggling community. Many of the brownfields sites within the Target Area are vacant, boarded-up, or underused, but the neighborhoods that sit among them still exist. Abandoned and derelict structures are blights to the community and debris pose threats to the health and safety of the residents who live in these neighborhoods. Further, these sites can attract illegal dumping.

The Target Community experiences a higher incidence of poverty and unemployment than national averages. According to the report *Unequal Exposure to Ecological Hazards* (Faber and Krieg, 2005), there are many disparate environmental impacts that affect communities. The predominance of substandard housing and related home hazards such as mold and lead paint should be considered environmental justice issues. As mentioned above, additional impacts come from proximity to major traffic arteries and parking facilities that generate traffic noise and pollution, as well as smaller polluting businesses, which can pose major environmental health hazards to community residents.

Low income communities in Massachusetts, such as the Target Community, where the average household medium income is less than \$34,000, contain an average of 203 DEP listed hazardous waste sites per community. In contrast, medium-high income communities average just 66 hazardous waste sites. As a result, low income communities average roughly three times more DEP listed hazardous waste sites than higher income communities. Low income communities also average nearly 19.2 hazardous waste sites per square mile. Low income communities experience a far more profound exposure rate to hazardous waste sites. The report also concluded that minority communities are disproportionately exposed to environmental hazards of almost every kind.

Property Adversely Impacts the Targeted Community: The property that will be cleaned up under this grant adversely impacts the Targeted Community. The Site is currently contaminated with SVOCs, PCBs, metals and petroleum which without remediation could result in the off-site migration of contaminants from reaching environmentally sensitive areas, namely the Hoosic River. The existence of these contaminants found at the Site poses a threat to the Targeted Community, which includes potential exposure through inhalation, ingestion and dermal contact. The health concerns of the known contaminants include higher incidences of cancer, harm to the immune system, reproductive system, nervous system, and endocrine system. The known presence of contamination makes the Target Area less livable and impairs the quality of life for the residents within the Target Community. In addition, since no data exists at the city or neighborhood level, people in the target community do not know whether their health and welfare is threatened or to what degree. Lastly, the Site is a riverfront site surrounded by residential neighborhoods, the Greylock Community Center and the Alcombright Athletic Complex and the contaminated Greylock Mill Complex. The contamination found in such proximity to the river and to recreational facilities has a significant adverse impact on the Targeted Community.

1.c. Financial Need

1.c.i. Economic Conditions: The purpose of this funding is to enable the creation of a public passageway between existing public parks south of Route 2 and a new park that will be developed north of Route 2 along the waterfront of the Hoosic River. The unique character of the existing underground granite tunnel offers a pedestrian link across a busy state road with two-way traffic. This remediation effort is being coordinated with a long-planned bike path between the City of North Adams and Williamstown. A major challenge to implementing the bike path is the feasibility of creating safe passage across Route 2. As such, there is a clear public benefit for the use of these funds. Due to the low-income population in North Adams, and the general lack of density in the vicinity, market incentive for the private investment necessary to remediate the site is inadequate.

Greylock Flume Inc. is a newly formed non-profit with a primary mission of remediating the brownfield conditions on its property and creating a public-benefit use to the land as a waterfront park. While this vision is clear and being thoughtfully planned, Greylock Flume currently has a

minimal budget. We have not yet conducted fundraising or requested donations from stakeholders in the region. While the City of North Adams is extremely supportive of this initiative, funds pertaining to CDBG are currently committed to other priorities. The Mayor has expressed his intention to include this project in future CDBG funding rounds. Remediation is the first critical step before initiating a broad fundraising effort. It is impossible to convince other stakeholders to contribute to the park and cultural program without first addressing contamination at the site.

The Target Community as well as the City as a whole is largely impacted by what does or does not happen at the Site. The City of North Adams has a median household income significantly lower than the state and the nation. The poverty rate in the City is a distressing 19.4% compared to the national average of 11.3%. The unemployment rate nearly doubled from 3.9% in 2007 to 7.4% in 2010 (Bureau of Labor Statistics). Nearly half (49.4%) of the renters in North Adams are spending over 30% of their income on rent. Further evidence of the hard economic times in North Adams is the fact that the twenty percent (20%) of households are receiving food stamps or supplemental nutrition assistance program (SNAP) benefits (American Community Survey, 2012).

North Adams is very much a fiscally challenged community. Having trimmed its municipal budget to the bone, in June 2014, the State Legislature approved \$750,000 in emergency municipal budget relief in an effort to provide some very short term fiscal stability, while also hoping to thwart off possible receivership. With little new growth to boost tax coffers in North Adams, costs like health insurance and pension obligations are outpacing its state aid revenues. The City has experienced a 12.9% (\$2,277,930) reduction in local aid in the last eight years. (MA Department of Revenue) North Adams has very limited abilities in garnering moneys from other sources to fund this project and does not have the financial capacity to undertake the effort itself.

To make matters worse, the City has been struggling with the economic shock and alarming closure of the largest employer in its local economy. In March 2014 the trustees of Northern Berkshire Health Systems abruptly closed North Adams Regional Hospital announcing that the hospital would be shutting its doors in less than three days. The closure left 530 people suddenly out of work. For a City the size of North Adams, the closure represents a large fraction of the total local employment in the City. *The Economic Impact of Closure of the North Adams Regional Hospital* (Sheppard, 2014) states that one factor that can make this bad economic news more wrenching is that the employer is not simply the place where many people work, but also a place that produces a critical service essential for all households, the availability of which is a central consideration for potential residents or new employers when locating in a community.

1.c.ii. Economic Effects of Brownfields: The City of North Adams is one of the most distressed communities within the Commonwealth of Massachusetts and certainly within Berkshire County (one of the most distressed counties). As mentioned earlier, the City of North

Adams has a median household income significantly lower than the state and the nation at just \$38,317. The poverty rate in the City is a distressing 19.4% compared to the national average of 11.3%. The unemployment rate nearly doubled from 3.9% in 2007 to 7.4% in 2010 (Bureau of Labor Statistics). The Target Community, much like the City, suffers from high poverty rates and low median income. It is also notable that while the Target Community is experiencing a lower unemployment rate than the City or County poverty remains high and incomes remain low.

The City's inability to invest in the Target Area and the continued contamination of highly visible properties, including the Site and the Greylock Mill Complex, result in a reduced tax base, lost business opportunities, depressed property values and property vacancy, continuing a sense of community disinvestment. The economic effect of these blighted, underused and vacant sites should not be discounted, especially for a city like North Adams. According to the City's comprehensive plan, *North Adams Vision 2030*, major employers and attractions in the city, including the Massachusetts Museum of Contemporary Art (MASS MoCA) and the Massachusetts College of Liberal Arts (MCLA), note that blighted conditions throughout the city are a major obstacle to student, visitor, and employee attraction and retention. The Greylock Mill complex and the vacant land that makes up the Site are detrimental to the recovery of the City if the environmental contamination remains. Known contamination that remains will only continue to foster a sense of community disinvestment and neglect.

2. Project Description and Feasibility of Success

2.a. Project Description

The Site was once part of the Greylock Mill Complex located at 506-508 State Road in North Adams, Massachusetts. The site is an undeveloped parcel of land on the north side of State Road (Rt. 2) that abuts the Hoosic River. An underground vaulted stone tunnel runs under the road and connects the Site to the Greylock Mill Complex. Greylock Flume, Inc. proposes to develop the Site as a public park and convert the underground vaulted stone tunnel into a public walkway that would connect the public park to the Alcombright Athletic Complex ballfields, which abut the mill complex to the south. There are also plans to include a bike path and/or Riverwalk within the public park that will be developed on the Site. The remediation that will be conducted under this project is the critical first step to turn these plans into a reality as the tail race that was once part of the hydro power for the mill is located on the Site of the proposed park and is filled with a sludge contaminated by SVOCs, metals, PCBs and petroleum.

2.a.i. Existing Conditions: The Greylock Mill Complex consists of several interconnected buildings ranging from one to four stories having a total footprint of approximately 144,000 square feet. The tunnel that connects the Greylock Mill Complex to the Site formerly served as part of the water power infrastructure that provided mechanical energy to operate mill machinery during the early operations of the cotton mill between the late 1800s and the early 1900s. River water was brought to the mill through a (now filled) open canal that crossed through the Alcombright Athletic Complex ballfields that abut the site to the south. The canal entered an

enclosed, underground tunnel (head race) approximately 70 feet south of the mill building wheel room. The head race tunnel conveyed water to the wheel room, which contained the water wheel mechanism that provided mechanical power for machinery at the mill. The water exited the wheel room to the north in another underground tunnel (the tail race), and re-joined the Hoosic river approximately 175 feet to the north. The mill's use of water power was discontinued sometime between 1929 and 1946. The open canal and head race tunnel were filled sometime before 1946. The underground tail race tunnel has since partly filled with sediment. The sediments in the tail race tunnel have been tested for disposal parameters including volatile organic compounds (VOCs), semivolatile organic compounds (SVOCs), polychlorinated biphenyls (PCBs), total petroleum hydrocarbons (TPH), RCRA 8 metals, and conventional chemistry parameters (percent solids, pH, reactivity). This testing has detected petroleum hydrocarbons and polychlorinated biphenyls (PCBs) in the sediment at concentrations exceeding background and MassDEP Method 1 numerical risk-based standards. Petroleum hydrocarbon concentrations range up to 9,900 mg/kg, and PCB concentrations range up to 4 mg/kg in sediment samples obtained from the tailrace.

Greylock Flume, LLC proposes to remove the impacted sediment from the tail race tunnel and disposal of the sediment off-site, thereby allowing the tunnel to be reused as a public access walkway beneath State Road, connecting public municipal spaces located to the north and south of the site. State road is the main east-west state highway in northern Berkshire County, and is heavily traveled by car and truck traffic, which makes crossing the roadway difficult for pedestrians. Additionally, the Appalachian Trail passes very close to the 508 State Road property, and could conceivably be rerouted through the tailrace to provide a safe and convenient conveyance across State Road without the need to negotiate an at-grade crossing of a busy state highway.

2.a.ii. Proposed Cleanup Plan: Greylock Flume, Inc. proposes to remove the sediment from the tail race tunnel and dispose of the sediment at an out-of-state landfill. To implement this plan, Greylock Flume, Inc. will excavate a ramp into the tail race opening. Once access has been created, Greylock Flume, Inc. proposes to remove the sediment in the tail race tunnel, thereby allowing the tunnel to be used as a pedestrian access way beneath State Road linking the public municipal spaces north and south of the mill complex. Sediment will be removed from the tunnel using small machine excavating equipment (such as a skid steer) and/or vacuum excavating equipment. The sediments will be stockpiled at the site to allow for dewatering and stabilization as may be needed. Once dewatering and stabilization have occurred, the sediments will be transported to an out-of-state landfill for disposal.

The tail race tunnel is approximately 175 feet long and 15 feet wide. The sediments in the tunnel are estimated to be 4 to 5 feet thick. Based on these estimated measurements, we calculate that the volume of sediments to be approximately 400 to 500 cubic yards. Since the sediments contain a relatively high percentage of water (25-50% by weight), we estimate the sediments, once sufficiently dry to transport, will weigh approximately 500 to 700 tons.

2.b. Task Descriptions and Budget Table

Task # 1 – Cooperative Agreement Oversight: Funds will be used for programmatic activities necessary to carry out activities under the grant, including EPA reporting, purchase of supplies, travel to brownfields meetings, wage monitoring and the public procurement of necessary third parties. *Budget \$16,000*

Task # 2 – Community Involvement: Funds will be used for programmatic activities necessary to engage community members in the grant and redevelopment of the Site. Programmatic expenses include finalizing the ABCA, and finalizing and implementing the community relations plan. Greylock Flume, Inc. will work with BRPC to complete the community involvement tasks. *Budget \$11,500*

Task # 3 – Cleanup Activities & Oversight:

Task 3a: Creating Access – An excavation will be performed and a ramp constructed to provide access into the tail race. Excavation in the Riverfront Area will require permitting through the North Adams Conservation Commission. This excavation is anticipated to be approximately 20 feet deep, and therefore the excavation will require shoring. The concrete plug sealing the opening into the tail race tunnel will be removed. *Budget \$50,000.*

Task 3b: Dewatering – Water in the tail race tunnel will require management before the impacted sediments can be excavated. The water will be pumped into holding tanks. The water will be tested to assess contaminants of concern. Treatment and disposal options will be evaluated. Based on existing information, it is anticipated that water treatment will consist of settlement, followed by bag filtration, followed by adsorption using granular activated carbon. Treated water will likely be discharged to the municipal sewer system under a discharge permit from the North Adams water department. To perform the required water treatment, electricity will need to be supplied to the treatment system, and a municipal sewer discharge connection will need to be established. *Budget \$30,000.*

Task 3c: Tail Race Tunnel Sediment Excavation – Sediments will be removed from the tail race using small excavation equipment (e.g., skid steer) and/or vacuum excavation equipment. Excavation will take place underground in confined space conditions. Lighting and mechanical ventilation will need to be established to allow the work to be performed in compliance with applicable requirements. The sediments will be staged at the site for dewatering and stabilization, as needed, pending disposal characterization and off-site disposal. *Budget \$32,000 (Based on an estimated 320 cubic yards of sediment, and excavation costs of \$100 per cubic yard).*

Task 3d: Sediment Characterization & Disposal Evaluation – Sediments will be sampled for disposal characterization parameters, and disposal options evaluated based on testing results. Disposal facility profile and permitting will be prepared, and required transportation documentation will be completed. *Budget \$10,000.*

Task 3e: Sediment Trucking and Disposal – Sediments will be transported to a licensed facility for disposal under the required manifests/Bill of Lading. Based on existing data, we anticipate that approximately 500 cubic yards of material will be trucked to an out-of-state landfill in New Hampshire. *Budget \$64,000 (Based on an estimated 320 cubic yards of sediment, and trucking/disposal costs of \$200 per cubic yard).*

Task # 4 – Regulatory Compliance & Site Closure:

Preparation of Release Abatement Measure (RAM) Plan, RAM Status reports, RAM Completion report, and Partial Permanent Solution report for submittal to MassDEP. Annual Compliance fees (\$4,320 per year). *Budget \$26,500.*

Budget Table

Budget Categories	Project Tasks				
	Task 1 Cooperative Agreement Oversight	Task 2 Community Involvement	Task 3 Cleanup Activities & Oversight	Task 4 Regulatory Compliance & Site Closure	Total
Personnel					\$0
Fringe Benefits					\$0
Travel					\$0
Equipment					\$0
Supplies					\$0
Contractual	\$16,000	\$11,500	\$146,000	\$26,500	\$200,000
Total Federal Funding	\$16,000	\$11,500	\$146,000	\$26,500	\$200,000
Cost Share			\$40,000		\$40,000
Total Budget	\$16,000	\$11,500	\$186,000	\$26,500	\$240,000

All contracts entered into by the applicant with third parties will be in compliance with 40 CFR Part 31.36 and applicable state procurement laws.

2.c. Ability to Leverage

Approximately \$95,000 has been allocated to the project through MassDevelopment for assessment related activities. At the time of this application, the applicant has leveraged a \$75,000 subgrant from the Berkshire Regional Planning Commission (BRPC) Brownfields Revolving Loan Fund. Based upon the highest cleanup cost estimates from its LSP, the applicant plans to seek additional grant funding through BRPC in their upcoming round due on December 31, 2015.

The City of North Adams has been designated as an Economically Distressed Area (EDA) and an Economic Target Area (ETA), which makes projects within the City eligible for focused economic development financing from several quasi-public agencies. The applicant will

aggressively seek additional sources of funds to close any gaps in funding and has already make significant efforts to identify potential funding sources and reach out to fund managers. The likelihood of obtaining additional funds through the sources identified below is excellent.

3. Community Engagement & Partnerships

3.a. Plan for Involving Targeted Community & Other Stakeholders; and Communicating Project Progress

The applicant will use its best efforts to engage all members of the community in the development of the cleanup plan; to provide regular updates on the cleanup activities; and to seek public involvement in the re-development of the Site. The applicant has already begun to develop a Community Relations Plan.

The applicant will work with BRPC, the City of North Adams, and the Northern Berkshire Community Coalition (NBCC) to seek out and consider concerns that local citizens may have with regard to health, safety, and community disruption potentially posed by cleanup activities. The applicant will make information readily available to the public through media and websites as well as collaboration with NBCC and the Hoosic River Watershed Association. The applicant will provide opportunities for public input and two-way communication to ensure the proposed cleanup activities are conducted in a manner that is protective of sensitive populations and nearby residents. The applicant will complete the site specific Community Relations Plan prior to any cleanup planning, which will set forth in greater detail how the community can be involved in the project. Lastly the applicant will ensure that two-way communication is maintained throughout the duration of the project to communicate the progress to citizens and ensure that the communication is appropriate and effective for the targeted community. Methods of communicating with the public will be adjusted as needed to ensure that they are both appropriate and effective.

3.b. Partnerships with Government Agencies

Massachusetts Department of Environmental Protection (MassDEP): Activities will be conducted in accordance with the state's cleanup law, Chapter 21E, and cleanup regulations, the Massachusetts Contingency Plan (MCP). A private Licensed Site Professional (LSP) will be hired to develop the remedial action plan and oversee cleanup activities. The MCP requires all persons to notify the MassDEP of a release or threat of release of oil and/or hazardous material and/or to perform one or more response actions. The DEP's Bureau of Waste Site Cleanup takes an active role in promoting brownfields redevelopment projects and offers technical assistance through single points of contact at each regional office. Site-specific information is made available through the regional office.

US Environmental Protection Agency (EPA): This project will be conducted through a cooperative agreement and the EPA Project Officer will be substantially involved in overseeing the work. The anticipated substantial federal involvement for this project may include:

- close monitoring of performance to verify the results;

- collaborating during performance of the scope of work;
- reviewing substantive terms of proposed contracts;
- reviewing qualifications of key personnel;
- reviewing and commenting on reports; and
- reviewing sites as meeting applicable site eligibility criteria.

Berkshire Regional Planning Commission (BRPC): BRPC is the official area-wide planning agency in Berkshire County with comprehensive planning responsibilities which include land use, transportation, economic development, and environmental management. BRPC operates the Berkshire Brownfields Program which has successfully managed several EPA Brownfield Assessment Grants and a current EPA Brownfields Revolving Loan Fund. The applicant has entered into a memorandum of understanding with BRPC to manage this Brownfields Cleanup Grant. BRPC will provide project management, including providing planning and Brownfields expertise, and conducting outreach to citizen groups and the business community. Contact Person - Melissa Provencher, Senior Planner / Brownfields Program Coordinator

City of North Adams: The applicant has regular communication with both the Mayor and the Department of Community Development. The applicant will continue to work the City and engage other departments as necessary. The City is extremely supportive of these efforts and the development of the Site as a public park which ties to the planned bikepath and the Alcombright Athletic Complex.

3.c. Partnerships with Community Organizations

Northern Berkshire Community Coalition: is a non-profit organization, located in North Adams, whose mission is to improve the quality of life in northern Berkshire County by organizing, supporting, and empowering the community. NBCC will use their monthly forums as a venue to identify and discuss possible brownfields sites, publicize brownfields activities, and assist BRPC in providing information to affected neighborhoods.

Hoosic River Watershed Association (HooRWA): HooRWA is a citizens' group that looks after the river. HooRWA is dedicated to the restoration, conservation and enjoyment of the Hoosic River and its watershed, through education, research and advocacy. They envision a watershed that is ecologically sound and adds to the quality of life of its residents.

4. Project Benefits

4.a. Health and/or Welfare and Environmental Benefits

The cleanup of this Site will provide numerous community benefits and is in accordance with the *North Adams Vision 2030*.

4.a.i. Health and Welfare Benefits: The cleanup and redevelopment of the Site will remove the contamination on the Site that contributes to a sense of disinvestment, disregard and neglect. The redevelopment of the Site will be evidence of the investment in the community and is expected to support the redevelopment of the Greylock Mill Complex and spur additional economic

development in the area. The cleanup of the Site and the creation of a public park will reduce the threat of exposure to the Targeted Community and provide a public amenity. Additional benefits include a likely increase in the value of surrounding properties and a boost to nearby businesses that may receive additional customers as a result of customers visiting the park.

The removal or sequestering of the contaminants will eliminate the exposure routes to residents. Once these contaminants have been removed or sequestered the overall risk that nearby residents and sensitive populations within the community will experience adverse health impacts from contaminants is reduced. The removal of PCBs will eliminate potential exposure to PCBs that could cause cancer, as well as a variety of other adverse health effects on the immune system, reproductive system, nervous system, and endocrine system. The removal of these contaminants from the riverfront removes a public health threat to all residents and sensitive populations.

The cleanup or sequestering of the contaminants at the Site will result in the protection of the community at the nearby Greylock Community Center and residents that visit the Alcombright Athletic Complex both located less than 1,000 feet from the Site.

4.a.ii. Environmental Benefits: The Site will be remediated to state standards as described within the Massachusetts Contingency Plan. The cleanup and redevelopment of the Site will result in the removal of SVOCs, PCBs, metals and petroleum and prevent the off-site migration of contaminants from reaching environmentally sensitive areas, namely the Hoosic River. The removal of these contaminants found at the Site will result in a significant reduction of threat to the environment, which includes:

- The removal of SVOCs and the potential disruption of communication between plants, and messages from plants to animals.
- The removal of metals and the protection of soil quality and the reduction of a significant hazard to human, animal, and ecosystem health.
- The removal of PCBs before they are released into the Hoosic River thereby protecting the River from contamination that would not readily break down and could remain for long periods of time cycling between air, water, and soil. PCBs will not be released into the environment and the environment will be protected from the potential accumulation of PCBs in the leaves and above-ground parts of plants and food crops as well as small organisms and fish.
- The removal of petroleum-derived contaminants, which constitute one of the most prevalent sources of environmental degradation in the industrialized world. Cleanup of the Site will result in the protection of the environment from petroleum products that are highly toxic to many organisms, including humans. Removal of petroleum would also eliminate the potential release of sulfur and nitrogen compounds, which are dangerous by themselves and can react with the environment to produce secondary poisonous chemicals.

4.b Environmental Benefits from Infrastructure Reuse/Sustainable Reuse

The cleanup and redevelopment of the Site has a number of environmental benefits associated with the sustainable redevelopment of the Site.

4.b.i. Policies, Planning or Other Tools: Greylock Flume, Inc. will work with BRPC and the City of North Adams to use ordinances, policies, planning and other tools to foster and implement sustainable development outcomes, including the use of existing infrastructure. The development plans for the Site include a creative reuse and repurposing of existing infrastructure by converting the tailrace of the former hydropower system into a pedestrian tunnel that connects two public spaces with safe passage under Route 2.

4.b.ii. Integrating Equitable Development or Livability Principles: The cleanup and redevelopment of the Site supports the following livability principles:

Provide more transportation choices: Promoting public health by investing in a public park, pedestrian crossings, walking trails and a regional rail trail.

Support existing communities: Target federal funding toward existing communities to increase community revitalization and safeguard rural landscapes.

Coordinate and leverage federal policies and investment: Align federal funding to remove barriers to collaboration, leverage funding, and increase the effectiveness of all levels of government to plan for future growth.

Value communities and neighborhoods: Enhance the unique characteristics of the community by investing in healthy, safe, and walkable neighborhoods.

4.c. Economic and Community Benefits

4.c.i. Economic or Other Benefits: The cleanup of this site will have long-term benefits through reuse as greenspace and through other not-for-profit activities. The cleanup will have long-term benefits to the community through the creation of a public, riverfront park. Greylock Flume, Inc. is working closely with the City of North Adams and hopes that the Site will be part of the route for the long awaited multi-use bike path and Riverwalk.

The larger redevelopment project that includes the Greylock Mill Complex will have long-term economic benefits including increased employment and expanded tax base. The redevelopment plans for the Greylock Mill Complex include the creation of a hotel, production space, event space, and commercial kitchen. Efforts are already underway to establish a cheese affinage at the site and the developers are working closely with farmers and local food producers.

4.c.ii. Job Creation Potential/Partnerships with Workforce Development Programs: There is no local environmental job training program. However, Greylock Flume, Inc. will coordinate with BRPC, the City of North Adams, the Berkshire County Regional Employment Board, Berkshire Community College and the McCann Vocational Technical School to provide opportunities such

as internships on environmental projects. In addition, provisions will be included in bid documents for hiring local contractors to provide opportunities for experience in environmental cleanups.

Construction jobs will be created and/or retained through the remediation activities at the Site. Through the larger redevelopment project, it is anticipated that additional construction jobs will be created and/or retained and additional jobs will be created through the creation of the hotel, production space, event space, and commercial kitchen. Additional jobs retained include licensed site professionals, civil engineers, environmental engineers, historic preservation consultants, etc.

5. Programmatic Capability & Past Performance

5.a. Programmatic Capability

As a newly formed non-profit Greylock Flume, Inc. has relied on the regional planning agency, the Berkshire Regional Planning Commission (BRPC), for assistance in navigating brownfields, funding sources and opportunities among other items. Greylock Flume, Inc. has entered into a Memorandum of Understanding with BRPC for assistance in meeting the administration, procurement and reporting requirements of the grant. BRPC has provided grant management assistance to the Dalton Redevelopment Authority for its fiscal year 2011 EPA Cleanup Grant and to the Town of Lee for its fiscal year 2012 EPA Cleanup Grant. BRPC is currently providing grant management assistance to the Town of Lee for its fiscal year 2013 Brownfield Area-Wide Planning Grant. EPA has determined that the use of a Memorandum of Understanding between a non-profit and a regional planning agency complies with 40 CFR Part 31.36.

In addition, BRPC has successfully administered six EPA Brownfields Grants on its own behalf, which included petroleum and hazardous assessment grants, an assessment coalition grant and a current revolving loan fund. As such, BRPC staff is intimately familiar with EPA reporting measures, including ACRES reporting, quarterly reports and financial status reports.

In order to acquire the necessary expertise to oversee and conduct cleanup activities, the applicant intends to contract with a LSP to complete the necessary planning and cleanup activities. The hiring of a LSP is required by the MCP. The applicant will follow 40 CFR Part 31.36 and all applicable state procurement laws in contracting with all third parties.

5.b. Adverse Audits

The applicant (Greylock Flume, Inc.) has not had adverse audit findings.

5.c. Past Performance

5.c.iii. Has Never Received Any Type of Federal or Non-Federal Assistance Agreements

Greylock Flume, Inc. has never received any type of federal or non-federal assistance.

ATTACHMENT A
Threshold Criteria

Threshold Criteria for Cleanup Grants

1. Applicant Eligibility

1.a. Eligible Entity

The applicant, Greylock Flume, Inc., is a non-profit and documentation indicating non-profit status has been provided as an attachment to this proposal.

1.b. Site Ownership

The applicant owns fee simple title to the property recorded with the Northern Berkshire District Registry of Deeds in Book 1572, Page 184 (“Site”). Please see the attached Deed.

2. Letter from the State or Tribal Environmental Authority

The Massachusetts Department of Environmental Protection (“Mass DEP”) has acknowledged that the applicant intends to conduct cleanup activities at the Site and plans to apply for federal grant funds. Please see the attached Letter of Acknowledgment authored by Mass DEP.

3. Site Eligibility and Property Ownership Eligibility

3.a. Basic Site Information

- The name of the Site is “Greylock Flume.”
- The address of the Site is 506-508 State Road, Parcel B, North Adams, MA 01247
- Greylock Flume, Inc. is the current owner of the Site.
- Not Applicable – Greylock Flume, Inc. has already acquired ownership of the Site.

3.b. Status and History of Contamination at the Site

- The Site is contaminated with hazardous substances.
- The Site was historically the source of power for the Greylock Mill bringing water from the Hoosac River to the wheel house. It is believed that the flume became a dumping site once it was no longer used to bring water into the mill.
- During a March 21, 2003 site visit by O’Reilly, Talbut & Okun (OTO) a discontinuous layer of black, viscous oil and/or sludge-like material on the water surface within the flume structure was observed. This release was approximately 50 to 100 feet west of the release of oil associated with RTN 1-13902. Analytical testing of the sludge-like material in May 2003 identified petroleum hydrocarbon concentrations of 6,300 mg/L and elevated hardness, calcium and magnesium concentrations. In February 2015, additional testing of the flume sediments identified concentrations of chemicals including SVOCs, metals, PCBs, and petroleum.

- The Site was at one time one of three parcels totaling approximately 9 acres that made up the Greylock Mill complex. The mill was constructed in the late 1800s as a fine cotton spinning facility run on hydro-power. Aluminum anodizing operations have occurred at the Site since 1946 and continued through 2004. Numerous chemicals have been documented to be used during this process; including but not limited to, sulfuric acids, phosphoric acid, sodium hydroxide, nitric acid, nickel (and potentially other metals), and various dyes. Evidence of ten above ground storage tanks associated with such chemicals have been observed. The facility also stored former dip tanks (historical count of 30 tanks) and drums, and hazardous waste was accumulated in designated areas.

3.c. Sites Ineligible for Funding

- The Site is not listed or proposed for listing on the National Priorities List.
- The Site is not subject to unilateral administrative orders, court orders, administrative orders on consent, or judicial consent decrees issued to or entered into by parties under CERCLA.
- The Site is not subject to the jurisdiction, custody, or control of the United States Government.

3.d. Sites Requiring a Property-Specific Determination

The Site does not require a property-specific determination in order to be eligible for federal funding.

3.e. Environmental Assessment Required for Cleanup Proposals

A report that is functionally equivalent to an ASTM Phase II Environmental Site Assessment was completed for the Site on November 25, 2015 by O'Reilly, Talbot & Okun Associates, Inc.

Property Ownership Eligibility – Hazardous Substance Sites

3.f. CERCLA §107 Liability

- The applicant is not potentially liable for contamination at the site and is eligible for one of the CERCLA liability protections or defenses.
- The applicant is able to meet the requirements of the bona fide prospective purchaser provision (CERCLA §107(r)).

3.g. Enforcement or Other Actions

- There are no known ongoing or anticipated environmental enforcement or other actions related to the brownfield site for which funding is sought.

- There are no inquiries, or orders from federal, state, or local government entities that the applicant is aware of regarding the responsibility of any party for the contamination, or hazardous substances at the site, including any liens.

3.h. Information on Liability and Defenses/Protections

3.h.i. Information on the Property Acquisition

- Greylock Flume, Inc. acquired the site by negotiated purchase from a private individual.
- The Site was purchased on July 23, 2015.
- Fee simple
- The Site was acquired from the James V. Cariddi Revocable Trust.
- There is no familial, contractual, corporate, or financial relationships or affiliations that the applicant has or has had with all prior owners or operators (or other potentially responsible parties) of the property (including the person or entity from which the applicant acquired the property).

3.h.ii. Timing and/or Contribution Toward Hazardous Substances Disposal

All disposal of hazardous substances at the site occurred before Greylock Flume, Inc. acquired the property. Greylock Flume, Inc. did not cause or contribute to any release of hazardous substances at the site. Greylock Flume, Inc. did not, at any time, arrange for the disposal of hazardous substances at the site or transport hazardous substances to the site.

3.h.iii. Pre-Purchase Inquiry

An ASTM Phase I ESA was completed per the ASTM E1527-13 standard in February 2015 followed by completing site assessment activities, including soil and groundwater testing, in April 2015 for Latent Productions using EPA Brownfield Assessment grant funding through the Berkshire Regional Planning Commission. An updated Phase I ESA in accordance with the ASTM E1527-13 standard was completed in July 2015 just prior to Greylock Flume, Inc. purchasing the site.

Both Phase I ESAs were performed by Mr. Kevin Kitchin, PG, employed by TRC Environmental, who has the qualifications and meets the definition of an Environmental Professional per 40 CFR 312.

Appropriate updates to the original Phase I ESA were performed within 180 days prior to property acquisition as documented in an updated Phase I ESA, dated July 2015.

3.h.iv. Post-Acquisition Uses

The property has not been put to use since the applicant acquired ownership through the present, including any uses by persons, or entities other than the applicant. There are no current or prior users during the time of Greylock Flume, Inc.'s ownership.

3.h.v. Continuing Obligations

Greylock Flume, Inc. has taken appropriate care with respect to hazardous substances found at the site by taking reasonable steps to:

1. Stop any continuing releases;
2. Prevent any threatened future release; and
3. Prevent or limit exposure to any previously released hazardous substance.

Greylock Flume, Inc. confirms its commitment to:

1. Comply with all land-use restrictions and institutional controls;
2. Assist and cooperate with those performing the cleanup and provide access to the property;
3. Comply with all information requests and administrative subpoenas that have or may be issued in connection with the property; and
4. Provide all legally required notices.

3.i. Not applicable

4. Cleanup Authority and Oversight Structure

- a. The Site is currently enrolled in the Massachusetts Contingency Plan ("MCP") and will be cleaned up in accordance with the requirements of the MCP. The MCP is the Commonwealth's cleanup program created under Massachusetts General Law Chapter 21E. Mass DEP oversees the MCP and will provide technical assistance, oversight and review of all cleanup activities at the Site.
- b. Contamination on this parcel originated from the parcels on the opposite site of Route 2 that made up the active portion of the Greylock Mill. Since the Site is not the source of contamination and based on conversations with EPA Region 1 staff it is not anticipated that the contamination will be "chased". The owners of the other parcels are actively pursuing cleanup and will work to address any offsite contamination if discovered. Environmental assessment completed at the Site does not indicate that contamination from this parcel extends onto additional adjacent parcels. If the contamination does in fact extend onto an adjacent parcel, Greylock Flume, Inc. will notify the owner, provide education and information to the owner about cleanup options, provide guidance to the property owner in filing for downgradient property status to protect him/her from liability, and will request that the owner sign a voluntary

access agreement to allow access onto the property for cleanup activities. Under Mass DEP regulations, downgradient property owners must provide reasonable site access to persons conducting response actions in order to maintain status as a downgradient property owner. If downgradient property status is lost the owner of the property will be deemed liable.

5. Cost Share

- a. To meet its cost share obligations Greylock Flume, Inc. will provide direct financial contributions amounting to \$40,000. Such funds will be used to complete eligible and allowable programmatic activities under the grant.
- b. Greylock Flume, Inc. is not seeking a cost share waiver.

6. Community Notification

Greylock Flume, Inc. provided the community with notice of its intent to apply for an EPA Cleanup Grant on December 4, 2015 by an advertisement published in the Berkshire Eagle newspaper. The advertisement indicated that Greylock Flume, Inc. is seeking public comment on the draft proposal and draft ABCA and that copies of the draft proposal and draft ABCA are available at the North Adams City Hall Office of Community Development and available online at www.berkshireplanning.org. The advertisement also announced December 10, 2015 at 4:00 PM as the date and time of the public meeting, during which public comments will be accepted. The public were able to submit comments in person, by telephone, or via e-mail.

On December 10, 2015 at 4:00 PM, Greylock Flume, Inc. accepted public comments on the draft proposal and draft ABCA. Two members of the public had questions about the project that were asked during the meeting, by email, and by telephone. Attachments include the draft ABCA, the newspaper advertisement, email correspondence with the public, and notes from the December 10, 2015 meeting.

ATTACHMENT B
Letter from Mass DEP



Commonwealth of Massachusetts
Executive Office of Energy & Environmental Affairs

Department of Environmental Protection

One Winter Street Boston, MA 02108 • 617-292-5500

Charles D. Baker
Governor

Karyn E. Polito
Lieutenant Governor

Matthew A. Beaton
Secretary

Martin Suuberg
Commissioner

December 13, 2015

U.S. EPA New England
Attn: Frank Gardner
5 Post Office Square, Suite 100
Mail Code: OSRR07-3
Boston, MA 02109-3912

RE: STATE LETTER OF ACKNOWLEDGMENT
Greylock Flume, Inc., Application for EPA Cleanup Grant Funds

Dear Mr. Gardner:

I am writing to support the proposal submitted by Greylock Flume, Inc. (Greylock Flume) under the Fiscal Year 2016 U.S. Environmental Protection Agency (EPA) Brownfield Cleanup Grant Program. Greylock Flume is seeking a cleanup grant to remediate an undeveloped parcel of land associated with a former historic textile mill in North Adams. The tailrace, which is contaminated with petroleum and (polychlorinated biphenyls) PCBs, is located on this parcel and was once part of the hydropower facility for the former mill. Greylock Flume intends to redevelop the property into a public riverfront park, hotel, residential space, event space, commercial kitchen, classrooms, and additional spaces for cheese affinage and food production.

In Massachusetts, state and federal agencies have developed strong partnerships and work together to ensure that parties undertaking Brownfield projects have access to available incentives. The Massachusetts Department of Environmental Protection (MassDEP), through our regional offices, provides technical support to Brownfield project proponents when regulatory issues arise. If this proposal is selected, MassDEP will work with our state and federal partners to provide the support to Greylock Flume, Berkshire Regional Planning Commission (BRPC), and the city of North Adams that will be needed to help make this project a success.

We greatly appreciate EPA's continued support of Brownfield efforts here in Massachusetts.

Sincerely,

Kerry Bowie, Brownfields Coordinator, MassDEP Commissioner's Office

ec: Melissa Provencher, Senior Planner/Brownfields Program Coordinator, BRPC
Eva Tor, Brownfields Coordinator, MassDEP Western Regional Office
Angela Gallagher, Assistant Brownfields Coordinator, MassDEP Southeast Regional Office

This information is available in alternate format. Call Michelle Waters-Ekanem, Diversity Director, at 617-292-5751. TTY# MassRelay Service 1-800-439-2370

MassDEP Website: www.mass.gov/dep

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ATTACHMENT C
ABCA

Analysis of Brownfields Cleanup Alternatives
Preliminary Evaluation of Contaminated Tail Race Sediments at Greylock Mill
508 State Road, North Adams, Massachusetts
MassDEP Release Tracking Number 1-13902

Prepared by the Greylock Flume, Inc.

I. Introduction & Background

a. Site Location (*address*)

The Greylock Mill site is located at 508 State Road in North Adams, Massachusetts (herein referred to as “the Site”). The portion of the site that is relevant to the application is an underground tunnel that is located beneath a portion of 508 State Road, a portion of the undeveloped parcel north 508 State Road, and a portion of the State Road right-of-way.

b. Previous Site Use(s) and any previous cleanup/remediation

The Site is the former location of a cotton mill and aluminum manufacturing operations. The cotton mill operated at the site beginning in the late 1800s up until approximately the mid-1950s. Between the mid-1950s and the mid-1970s, various aluminum tubing manufacturing operations were performed at the site. These manufacturing operations included forming, cutting and anodizing operations which utilized oils in the tubing forming and cutting operations, and hazardous materials in the tubing anodizing operations. Although tubing manufacturing ceased in the mid-1970s, anodizing operations continued in the southern portion of the site until approximately 2004. Recently, the site was occupied by Cariddi Sales, a sporting goods wholesaler and retail shop.

Between the late 1800s and the mid 20th century, the mill was powered using water power provided by the nearby Hoosic River. River water was brought to the mill through a (now filled) open canal that crossed through the Alcombright Athletic Complex ballfields that abut the site to the south. The canal entered an enclosed, underground tunnel (head race) approximately 70 feet north of the mill building wheel room. The wheel room contained the water wheel that provided power for machinery at the mill. The water exited the wheel room in an underground tunnel (the tail race), and re-joined the Hoosic river approximately 175 feet to the north. The mill’s use of water power was discontinued sometime between 1929 and 1946, and the canal leading up to the mill was filled. The underground tail race tunnel has since partly filled with sediment. Testing of the sediment has detected petroleum hydrocarbons and polychlorinated biphenyls (PCBs) in the sediment in the tail race.

The petroleum and PCB impacted sediment is believed to have become located in the tail race as a result of the aluminum forming operations that occurred at the site in the weave shed building between the 1950s and 1970s. These operations resulted in the discharge of oils and manufacturing residues to the basement of the building and to the wheel room adjacent to the basement, where they migrated into the tail race. Response actions implemented to address these releases have included the removal of oil pooled in the basement of the weave shed, and the grading and covering of oil impacted soils in the basement with flowable concrete fill.

c. Site Assessment Findings (*briefly summarize the environmental investigations that have occurred at the site, including what the Phase I and Phase II assessment reports revealed in terms of contamination present, if applicable*)

Extensive assessment and remedial actions have been completed at the site since 2002. This work has included reports prepared under the Massachusetts Contingency Plan (310 CMR 40.0000): a Phase I – Initial Site Investigation (October 2002), a Phase II – Comprehensive Site Assessment and Phase III – Evaluation of Remedial Action Alternatives (November 2005), a Revised Phase III – Evaluation of Remedial Action Alternatives and Phase IV – Remedy Implementation Plan (October 2008), Modified Phase IV – Remedy Implementation Plans (November 2009 and August 2010), a Phase IV – As-Built Construction/Final Inspection/Completion Statement report (September 2010), and various Immediate Response Action Status Reports and Phase V – Operation, Maintenance and Monitoring Reports (2006 through 2012). These reports document the assessment and remediation of oil releases from the historic aluminum tubing manufacturing operations that occupied the weave shed buildings at the site.

In 2015, prior to Greylock Flume, Inc. taking title to the property, an All Appropriate Inquiry Phase I Environmental Site Assessment was also performed. This assessment identified several Recognized Environmental Conditions, which were also assessed in 2015. This assessment identified two areas of localized impacts: an area of soil and groundwater impacted by antimony, and an area of shallow soils impacted by PCBs near a former transformer area. These two areas of concern are being addressed separately.

Relative to the underground tunnel, historic oil releases have impacted soil and groundwater under and adjacent to the weave shed building and in the adjacent wheel room and tail race sediments. Response actions taken in response to the release have included monitoring separate phase oil thicknesses in groundwater, removal of pooled oil from the weave shed basement, the placement of flowable concrete fill over oil impacted soils in the western portion of the weave shed basement, the recovery of oil in the wheel room, and monitoring of site conditions.

The tail race tunnel is approximately 175 feet long and 15 feet wide. The impacted sediments are estimated to be approximately 4 to 5 feet thick. The volume of sediment in the tunnel is estimated to be approximately 400 to 500 cubic yards.

d. Project Goal (*site reuse plan*)

The planned reuse for the water power tail race is a public use access way that would link the municipal ballfields to the south, to the Hoosic River riverfront greenspace and a bike trail that has been proposed for the south bank of the river. This public access way

would provide a linkage of public spaces without the need to cross State Road at grade. State road is the main east-west state highway in northern Berkshire County, and is heavily traveled by car and truck traffic, which makes crossing the roadway potentially dangerous for pedestrians. Additionally, the Appalachian Trail passes very close to the 508 State Road property, and could conceivably be rerouted through the tailrace to provide a safe and convenient conveyance across State Road without the need to negotiate an at-grade crossing of a busy state highway.

II. Applicable Regulations and Cleanup Standards

a. Cleanup Oversight Responsibility (*identify the entity, if any, that will oversee the cleanup, e.g., the state, Licensed Site Professional, other required certified professional*)

The cleanup will be performed by Greylock Flume, Inc. who will retain the services of a Licensed Site Professional (LSP) to direct and oversee the work. The work would be performed under the Massachusetts Contingency Plan (MCP, 310 CMR 40.0000). The Massachusetts Department of Environmental Protection (MassDEP) will likely perform an audit of the work overseen by the LSP to ensure that the clean-up is protective of health, safety, public welfare and the environment, and complies with the MCP. In addition, all documents prepared for this site are submitted to MassDEP under Release Tracking Number 1-13902, and are available for viewing on-line at MassDEP's on-line file review system:

http://public.dep.state.ma.us/wsc_viewer/main.aspx.

b. Cleanup Standards for major contaminants (*briefly summarize the standard for cleanup e.g., state standards for residential or industrial reuse*)

Greylock Flume, Inc. currently anticipates that the state standards for recreational use will be used as the cleanup standards. However, it is possible that risk-based cleanup standards will be generated for compounds of concern, in accordance with the MCP and MassDEP guidance.

c. Laws & Regulations Applicable to the Cleanup (*briefly summarize any federal, state, and local laws and regulations that apply to the cleanup*)

Laws and regulations that are applicable to this cleanup include the Federal Small Business Liability Relief and Brownfields Revitalization Act, the Federal Davis-Bacon Act, state environmental law, and town by-laws. Federal, state, and local laws regarding procurement of contractors to conduct the cleanup will be followed.

In addition, all appropriate permits (e.g., notify before you dig, soil transport/disposal manifests) will be obtained prior to the work commencing.

III. Evaluation of Cleanup Alternatives

a. Cleanup Alternatives Considered (*minimum two different alternatives plus No Action*)

To address contamination at the Site, three different alternatives were considered, as follows:

Alternative #1: No Action
Alternative #1: Capping
Alternative #1: Excavation with Off-site Disposal

b. Cost Estimate of Cleanup Alternatives (*brief discussion of the effectiveness, implementability and a preliminary cost estimate for each alternative*)

To satisfy EPA requirements, the effectiveness, implementability, and cost of each alternative must be considered prior to selecting a recommended cleanup alternative.

Effectiveness

Alternative #1: No Action is not an effective alternative, as it does not reduce site risks or allow for the proposed re-use of the tailrace.

Alternative #2: Capping can be an effective way to prevent recreational receptors from coming into direct contact with the contaminated sediments in the tail race. However, the sediments in the tail race exhibit a high water content and a low total solids content (approximately 25%), making capping the sediments in such a way that a suitable walkway could be constructed on top a technically challenging undertaking. Moreover, the sediments in the tailrace are approximately 4 to 5 feet thick, which would reduce the final height of the tunnel and render it inaccessible as a viable public walkway. In addition, an institutional control (land use restriction) would need to be recorded on the deed to prevent residential use (as required under the MCP to meet the objective of eliminating the direct contact pathway for residents).

Alternative #3: Excavation with Offsite Disposal is an effective way to eliminate risk at the Site, since impacted sediments in the tail race would be permanently removed and the exposure pathway would no longer exist. Additionally, this alternative would allow for an increase in the height of the tunnel, making the space viable for re-use as a public walkway.

Implementability

Alternative #1: No Action is easy to implement since no actions would need to be conducted.

Alternative #2: Capping of the sediments to allow the installation of a suitable walkway on top would be difficult to implement. The sediments are very soft, exhibit high water content, and low total solids content, making them generally undesirable for the installation of a durable overlying walkway. The softness of the sediments would make the use of machinery to construct the cap impossible, thereby requiring all work to be performed by hand. Water in the tail race would need to be removed and managed, and the sediments partly dewatered, which would likely require the installation of a subsurface drainage system within the sediments. A geotextile fabric or geotextile grid system would then be installed on the partly dewatered sediments, and 12 inches of a suitable sand and gravel material placed over the geotextile and compacted by hand. Additionally, implementation of a land use restriction would be required to meet MCP residential cleanup criteria. Therefore, this alternative is considered the most difficult to implement.

Alternative #3: Excavation with Offsite Disposal is moderately difficult to implement. After creating an access into the tailrace, material would be removed by skid-steer and temporarily staged at the property. The water in the tail race would need to be removed and managed. The tail race sediments would need to be dewatered and tested to properly evaluate disposal options. We estimate that approximately 400 to 500 cubic yards of material requires removal and off-site disposal. Based on existing test data, we anticipate that the material will be suitable for disposal at an out-of-state landfill as non-hazardous material.

Cost

Alternative #1: No Action – The costs for a no action alternative include on-going reporting costs to MassDEP and MassDEP annual Compliance fees, which we estimate to be on the order of \$6,000-\$10,000 per year.

Alternative #2: Capping – To successfully cap the material suitable for the construction of the proposed pedestrian walkway, we anticipate that cost to be approximately \$125,000-\$200,000.

Alternative #1: Excavation with Off-site Disposal – The costs for excavation and off-site disposal are estimated to be approximately \$350,000-\$400,000 based on out-of-state non-hazardous landfill disposal.

c. Recommended Cleanup Alternative

The recommended cleanup alternative is Alternative #3: Excavation with Offsite Disposal.

Alternative #1: No Action cannot be recommended since it does not address site risks and does not allow for the proposed reuse.

Alternative #2: Capping is less expensive than excavating soils and disposing them offsite. However, Alternative #2: Capping would require ongoing monitoring and maintenance of the cap, implementation of a land use restriction, and the resulting tunnel walkway would not be viable as a public use space due to the lower ceiling height being approximately 5 feet lower than Alternative #3. Therefore, we cannot recommend capping as the remedial alternative.

Alternative #3: Excavation and Offsite Disposal – the tail race material will be excavated and transported to an out-of-state landfill for disposal. Potential risks from the impacted sediment will be eliminated, and no land use restriction will be required. For these reasons, Alternative #3: Excavation with Offsite Disposal is the recommended remedial alternative.

ATTACHMENT D
Leverage

BERKSHIRE REGIONAL PLANNING COMMISSION
1 FENN STREET, SUITE 201, PITTSFIELD, MASSACHUSETTS 01201
TELEPHONE (413) 442-1521 · FAX (413) 442-1523
Massachusetts Relay Service: TTY: 771 or 1-800-439-2370
www.berkshireplanning.org

SHEILA IRVIN, Chair
KYLE HANLON, Vice-Chair
MARIE RAFTERY, Clerk
CHARLES P. OGDEN, Treasurer

NATHANIEL W. KARNS, A.I.C.P.
Executive Director

December 17, 2015

Greylock Flume, Inc.
c/o Cain Hibbard & Myers
66 West Street, Third Floor
Pittsfield, MA 01201

Dear Greylock Flume:

This letter is to restate the funding that the Berkshire Brownfields Revolving Loan Fund Program has committed to Greylock Flume, Inc. to initiate the cleanup work that will be completed with FY16 EPA Cleanup Grant Program funds. On February 25, 2015 the Berkshire Brownfields Committee approved a subgrant of \$75,000 for this initial work. The FY16 funding that Greylock Flume Inc. is applying for is needed to complete the cleanup and to allow the applicant to move forward with plans to develop the site as a public park and convert the underground vaulted stone tunnel into a public walkway that will connect the park to the Alcombright Athletic Complex ballfields, which abut the mill complex to the south. We note also that this area is of great interest to the City of North Adams for development of a bike/pedestrian trail, leading to an increased usage of the proposed park by a greater number of city residents.

BRPC asks that you look with favor upon Greylock Flume Inc.'s grant application. If you have any questions regarding the Berkshire Brownfields Revolving Loan Fund Program, please do not hesitate to contact me at nkarns@berkshireplanning.org or Senior Planner Melissa Provencher at mprovencher@berkshireplanning.org.

Sincerely,



Nathaniel W. Karns, AICP
Executive Director

ATTACHMENT E
Letters of Commitment



Northern Berkshire Community Coalition

December 14, 2015

Greylock Flume, Inc.
c/o Cain Hibbard & Myers
66 West Street, Third Floor
Pittsfield, MA 01201

Dear Greylock Flume:

I am writing to lend my organization's support to the application of Greylock Flume LLC to the EPA to help with the cleanup of the vacant riverfront parcel associated with the former Greylock/Cariddi Mill. The project would have important beneficial results for the City and the region in terms of cleanup implications and economic impact of the project that will follow.

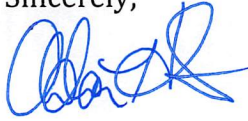
The Northern Berkshire Community Coalition was formed in 1986 in response to the closing of Sprague Electric and the loss of nearly 4000 manufacturing jobs. North Adams has recovered some since those days, but it still has a long way to go and the Northern Berkshire Community Coalition exists to help promote community conversation and action to make the north Berkshire community a better place to live and work. North Adams continues as a pocket of poverty in Massachusetts and is one of the poorest communities in the State.

While the NBCC is not in a position to provide financial resources to the project, we are uniquely qualified and, as a community-based organization, will provide support to this initiative in the following ways:

- Use our monthly forums, averaging 85 community residents per meeting, to provide updates to the community;
- Publicize brownfields activities and updates through our e-newsletter (with a distribution of 1,500+) and monthly community access television show;
- If there are sites of concern within particular neighborhoods, we will assist BRPC in providing information to those neighborhoods.

In short, we support the project and will help in any way that we can. Please do not hesitate to contact me if you have questions.

Sincerely,

A handwritten signature in blue ink, appearing to read 'Adam Hinds', with a stylized, cursive script.

Adam Hinds
Executive Director

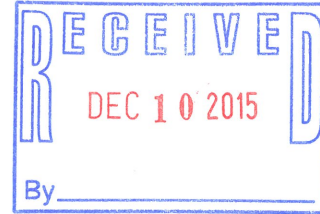


COPY

Hoosic River Watershed Association

December 8, 2015

Greylock Flume, Inc.
c/o Cain, Hibbard & Myers
66 West St., Third Floor
Pittsfield, MA 01201



SUBJECT: Application of Greylock Flume to Environmental Protection Agency (EPA) Brownfields Cleanup Program for the Greylock Flume pipe; Support and Commitment by the Hoosic River Watershed Association.

To Greylock Flume:

The Board of Directors of the Hoosic River Watershed Association (HoorWA) voted at its December 7 meeting to partner with Greylock Flume, Inc. on its project to remove contamination from the 30' pipe that runs from the Greylock Mill to the river, thereby allowing pedestrian use from the mill to the proposed park on the Hoosic River. The EPA Brownfields Cleanup Grant will allow the Flume group to remove hazardous materials that contaminate the site to enable its productive reuse.

HoorWA is a citizens' group that is dedicated to the restoration, conservation and enjoyment of the Hoosic River and its watershed, through education, research and advocacy. The Greylock Mill project furthers all of these aspects of our mission by connecting with riverside parcel, preventing further contamination of the river and providing for public enjoyment and access to the river. We are actively pursuing the creation of a "river trail" that would provide just such green spots along the length of the river in New York, Vermont and Massachusetts.

We commit to fostering community involvement, both locally and in the greater Hoosac Valley. We will use our newsletter, social media and website to keep the public informed and urge participation in the planning. We will continue to conduct in-stream monitoring. We will include the park in our maps and lists of riverside greens as part of our Hoosic River Trail.

Please feel free to contact HoorWA's President, Thomas Hyde, or Steve McMahon, Executive Director, with any questions about HoorWA's commitment to this project.

Sincerely,

Steve McMahon
Executive Director



Reclaiming a Community Treasure in North Adams

December 17, 2015

Greylock Flume, Inc.

c/o Cain Hibbard & Myers

66 West Street, Third Floor

Pittsfield, MA 01201

Dear Greylock Flume:

The Hoosic River Revival (HRR) supports the Greylock Flume, Inc.'s application for an EPA Brownfields Cleanup Grant to remove contaminated materials from a historic flume that once connected the Greylock Mill to the Hoosic River. Cleaning up the flume will allow Greylock Flume to utilize this structure as part of their plans to create a public park on the bank of the river, an action that will complement the work of HRR. Creating a park on the river will benefit the residents of this neighborhood and allow them to experience the beauty of the river.

The Mission of HRR is to reconnect the North Adams community to a clean, beautiful, and safe Hoosic River and to enhance the river's recreational, cultural, and economic vitality while maintaining the level of flood protection provided by the flood chutes. We see the river lined with parklands and paths, connecting our historical and cultural highlights, and serving as a gateway to our many hiking and biking trails. We envision a time when residents will gather along the river to picnic, engage in sports, and listen to music. In short, we want a river that is an integral part of our city, a destination point for friends and visitors, and a catalyst for economic revitalization.

HRR engages the North Adams community in a variety of events and public meetings throughout the year. We can aid Greylock Flume in engaging local residents in several ways, such as:

- Aid Greylock Flume in engaging the community by sharing our experience in holding successful community-wide public forums and workshops. HRR has conducted city-wide visioning programs, seasonal river walk tours and river cleanups.
- Post updates of the project and its progress through our regular board and committee meetings, newsletters, and website and Facebook media. We are proud of our website on which we post the progress we are making on our various river restoration projects, including videos.

We respectfully ask that the EPA favorably consider Greylock Flume, Inc.'s grant application for a Brownfields Cleanup Grant.

Sincerely,

A handwritten signature in cursive script, appearing to read "J. Grinnell".

Judith M. Grinnell, President

ATTACHMENT F
Community Notification

Public Notices

Greylock Flume, Inc. Notice of Intent to Apply for EPA Cleanup Grant

Greylock Flume, Inc. intends to submit a proposal for an EPA Brownfields Cleanup Grant in order to conduct cleanup activities at the vacant parcel opposite 506-508 State Road (the former Greylock Mill) in North Adams, MA.

A public meeting will be held on December 10, 2015 at 4:00 PM in the North Adams City Hall, Conference Room 202, Second Floor, 10 Main Street, North Adams, MA to receive public comment and to discuss the draft proposal and draft Analysis of Brownfields Cleanup Alternatives (ABCA). Public comments may also be submitted via email to mprovencher@berkshireplanning.org no later than 5:00 PM on December 11, 2015.

Copies of the draft proposal and draft ABCA will be available on December 4, 2015 and may be obtained at the North Adams City Hall Community Development Office, Room 213 during regular business hours and online at www.berkshireplanning.org.

12/04/15

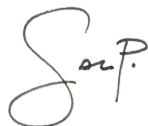
Greylock FLUME
20 Renwick Street
Storefront
New York, NY 10013
P 646 336 6950
F 646 336 9600

December 11, 2015

Re: Public Meeting Held on December 10, 2015 at City Hall in North Adams, MA

The meeting began at 4 PM. Salvatore Perry and one business owner from North Adams were present. The business owner was under the impression that the meeting would include officials related to Brownfield remediation to might assist him with clean up efforts being planned at his own property. He had no objections to the grant application being submitted on behalf of Greylock Flume.

Sincerely,

A handwritten signature in dark ink, appearing to read "S. Perry". The signature is stylized with a large, looped "S" and a smaller "P" with a dot.

Salvatore Perry, President

Melissa Provencher

From: ANDY KAWCZAK <akawczak@roadrunner.com>
Sent: Monday, December 14, 2015 7:58 PM
To: Melissa Provencher
Cc: 'Salvatore Perry'
Subject: RE: greylock flume Inc. /mill

Melissa/Salvatore Perry:

Thank you for the requested information. Your pdf attachment goes a long way for me to better understand the proposed project near the Hoosic River.

Good luck on your funding request!

Andy Kawczak

From: Melissa Provencher [mailto:mprovencher@berkshireplanning.org]
Sent: Monday, December 14, 2015 4:43 PM
To: ANDY KAWCZAK
Cc: Salvatore Perry
Subject: RE: greylock flume Inc. /mill

Dear Andy,

In response to your email and our phone conversation earlier today, I have attached some sketches of the flume that have been prepared on behalf of the property owner. I hope these are helpful, but please do not hesitate to contact me by phone or by email if you have any additional questions.

I have copied the site owner on this email and I'm sure he'd also be happy to answer any questions.

Thanks,
Melissa

Melissa Jette Provencher

Senior Planner/Brownfields Program Coordinator
Berkshire Regional Planning Commission
Monday - Thursday 8:30AM - 5:30PM
1 Fenn Street, Suite 201
Pittsfield, MA 01201
p 413-442-1521 ext. 22
f 413-442-1523
www.berkshireplanning.org

From: ANDY KAWCZAK [mailto:akawczak@roadrunner.com]
Sent: Thursday, December 10, 2015 11:51 PM
To: Melissa Provencher <mprovencher@berkshireplanning.org>
Subject: greylock flume Inc. /mill

Hello!

Perhaps you can help me better understand the proposed work to remediate the old tailrace. -- I looked at the greylock flume inc. draft proposal and draft ABCA proposal (on your BRPC website) and was unable to see a sketch or drawing associated with the old tail race. Is there any drawing or sketch of the tailrace? I just cannot visualize where it is relative to the river. Is it buried underground? I read something about a concrete plug to later be removed.

I have a genuine interest in this information --- since I serve on the Conservation Commission and am also an executive member of HOORWA and I will need to know more information.

Thank you,

Andy Kawczak

ATTACHMENT G
Nonprofit Status and Applicant Eligibility

Filing Fee: \$35.00

Examiner

The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Room 1717, Boston, Massachusetts 02108-1512

ARTICLES OF ORGANIZATION

(General Laws, Chapter 180)

Name
Approved

ARTICLE I

The exact name of the corporation is:

Greylock Flume, Inc.

ARTICLE II

The purpose of the corporation is to engage in the following activities:

The corporation is organized exclusively for the following charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended:

(a) to acquire and develop real property on State Road in North Adams, Massachusetts proximate to the Hoosic River and the Appalachian Trail for use as a parkland and recreation area by the general public;

(b) to protect and conserve real property proximate to the Hoosic River and the Appalachian Trail and to educate the general public regarding those efforts;

(c) to provide cultural and educational support for the Berkshire County, Massachusetts region; and

(d) to carry on any other activity to the extent permissible under the laws of the Commonwealth of Massachusetts, all to the extent not inconsistent with (i) the requirements contained in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and regulations promulgated thereunder or (ii) any other provision of these Articles of Organization.

C ☐
P ☐
M ☐
R.A. ☐

P.C.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.

ARTICLE III

A corporation may have one or more classes of members. If it does, the designation of such classes, the manner of election or appointments, the duration of membership and the qualification and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below:

Not applicable.

ARTICLE IV

**Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:

See Continuation Sheets IV-A through IV-D attached hereto.

ARTICLE V

The by-laws of the corporation have been duly adopted and the initial directors, president, treasurer and clerk or other presiding, financial or recording officers, whose names are set out on the following page, have been duly elected.

***If there are no provisions, state "None".*

Notes: The preceding four (4) articles are considered to be permanent and may only be changed by filing appropriate Articles of Amendment.

CONTINUATION SHEET IV-A

1. The corporation shall have, and may exercise only in furtherance of the non-profit purposes stated herein, the following powers:

- (a) The corporation shall have perpetual succession in its corporate name.
- (b) The corporation may sue and be sued.
- (c) The corporation may have a corporate seal which it may alter at its pleasure.
- (d) The corporation may elect or appoint directors, officers, employees and other agents, fix their compensation and define their duties and obligations.
- (e) The corporation may purchase, receive or take by grant, gift, devise, bequest or otherwise, lease, or otherwise acquire, own, hold, improve, employ, use and otherwise deal in and with, real or personal property, or any interest therein, wherever situated, in an unlimited amount.
- (f) The corporation may solicit and receive contributions from any and all sources and may receive and hold, in trust or otherwise, funds received by gift or bequest.
- (g) The corporation may sell, convey, lease, exchange, transfer or otherwise dispose of, or mortgage, pledge, encumber or create a security interest in, all or any of its property, or any interest therein, wherever situated.
- (h) The corporation may purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, employ, sell, lend, lease, exchange, transfer, or otherwise dispose of, mortgage, pledge, use and otherwise deal in and with, bonds and other obligations, shares, or other securities or interests issued by others, whether engaged in similar or different business, governmental, or other activities.
- (i) The corporation may make contracts, give guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage, pledge or encumbrance of, or security interest in, all or any of its property or any interest therein, wherever situated.
- (j) The corporation may lend money, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (k) The corporation may do business, carry on its operations, and have offices and exercise the powers granted by Massachusetts General Laws, Chapter 180, in any jurisdiction within or without the United States, although the corporation shall not be operated for the primary purpose of carrying on for profit a trade or business unrelated to its tax exempt purposes.
- (l) The corporation may pay pensions, establish and carry out pension, savings, thrift and other retirement and benefit plans, trusts and provisions for any or all of its directors, officers and employees.

CONTINUATION SHEET IV-B

(m) The corporation may make donations in such amounts as the directors shall determine, irrespective of corporate benefit, for the public welfare or for community fund, hospital, charitable, religious, educational, scientific, civic or similar purposes, and in time of war or other national emergency in aid thereof; provided that, as long as the corporation is entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code, it shall make no contribution for other than religious, charitable, scientific, testing for public safety, literary, or educational purposes or for the prevention of cruelty to children or animals.

(n) The corporation may be an incorporator of other corporations of any type or kind.

(o) The corporation may be a partner in any business enterprise which it would have power to conduct by itself.

(p) The directors may make, amend or repeal the by-laws in whole or in part.

(q) Meetings of directors may be held anywhere in the United States.

(r) The corporation shall have and may exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is formed; provided, however, that no such power shall be exercised in a manner inconsistent with Massachusetts General Laws, Chapter 180 or any other chapter of the General Laws of the Commonwealth of Massachusetts; and provided, further, that the corporation shall not engage in any activity or exercise any power which would deprive it of any exemption from federal income tax which the corporation may receive under Section 501(c)(3) of the Internal Revenue Code.

2. In connection with the regulation of the internal affairs of the corporation, it is hereby provided as follows:

(a) The corporation shall be operated exclusively for educational, charitable and non-profit purposes.

(b) The members of the Corporation shall consist of those persons serving from time to time as its board of directors.

(c) The corporation shall have a board of directors, the members of which shall have and exercise all powers of members and directors under Massachusetts General Laws, Chapter 180.

(d) No part of the assets of the corporation and no part of any net earnings of the corporation shall be divided among or inure to the benefit of any director or officer of the corporation or any private individual or be appropriated for any purposes other than the purposes of the corporation as herein set forth; and no substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation except to the extent that the corporation makes expenditures for purposes of influencing legislation in conformity with the requirements of Section 501(h) of the Internal Revenue Code; and the

CONTINUATION SHEET IV-C

corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office. It is intended that the corporation shall be entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code and shall not be a private foundation under Section 509(a) of the Internal Revenue Code.

(e) Upon the dissolution, final liquidation or winding-up of the corporation, the directors shall, subject to any requisite approval of the Supreme Judicial Court or Superior Court, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the remaining assets of the corporation exclusively for the educational or charitable non-profit purposes of the corporation, in such manner as the directors shall determine. In no event shall any of such assets be distributed to an incorporator, director, donor or employee.

(f) In the event that the corporation is a private foundation as that term is defined in Section 509 of the Internal Revenue Code, then notwithstanding any other provisions of the articles of organization or the by-laws of the corporation, the following provisions shall apply:

The directors shall distribute the income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code.

The directors shall not engage in any act of self dealing as defined in Section 4941(d) of the Internal Revenue Code; nor retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; nor make any investments in such manner as to incur tax liability under Section 4944 of the Internal Revenue Code; nor make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

(g) All references in these Articles of Organization: (i) to the Internal Revenue Code shall be deemed to refer to the Internal Revenue Code of 1986, as now in force or hereafter amended; (ii) to the General Laws of the Commonwealth of Massachusetts, or any chapter thereof, shall be deemed to refer to said General Laws or chapter as now in force or hereafter amended; and (iii) to particular sections of the Internal Revenue Code or the General Laws of the Commonwealth of Massachusetts shall be deemed to refer to similar or successor provisions hereafter adopted.

(h) No officer or director of the corporation shall be personally liable to the corporation for monetary damages for breach of fiduciary duty as an officer or director notwithstanding any provision of law imposing such liability; provided, however, that, to the extent required by applicable law, this provision shall not eliminate the liability of an officer or director (1) for any breach of the officer's or director's duty of loyalty to the corporation, (2) for actions or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (3) for any transaction from which the officer or director derived an improper personal benefit. To the extent permitted by law, no amendment to or deletion of the foregoing provisions of this paragraph (g) which restricts or limits the limitation on liability provided hereunder to officers or directors shall apply or be effective with respect to actions and omissions

CONTINUATION SHEET IV-D

of any officer or director occurring prior to the date said amendment or deletion shall become effective.

(i) The corporation shall indemnify, to the full extent permitted by Massachusetts law, (a) every member of the board of directors, whether elected or ex-officio, (b) every officer, and (c) every other individual serving at the request of the board of directors on any committee of the board of directors or of the corporation from all expenses, including but not limited to attorney's fees, reasonably incurred by him in connection with the defense of any claim, action, suit or proceeding brought or asserted against him by reason of his being or having been such a director, officer, or committee member or other person except with respect to any matter as to which he shall have been adjudicated in any proceeding not to have acted in good faith and in the reasonable belief that his action was in the best interests of the corporation or in discharge of his obligations under the law, these Articles of Organization and the by-laws of the corporation. In the event of settlement, indemnification shall be provided only in connection with such matters covered by the settlement as to which the corporation is advised by counsel that the person to be indemnified did so act in good faith. The foregoing right of indemnification shall not be exclusive of other rights to which such a member of the board of directors, officer or other individual might be entitled. In furtherance of its obligation hereunder, the corporation shall, unless it has been advised by counsel that the person to be indemnified has, more likely than not, acted other than in good faith, advance to such person, reimbursement for expenses and costs actually incurred, subject to the right to recoupment in the event that such person is later determined to have acted other than in good faith.

By action of the board of directors, notwithstanding any interest of the directors in such action, the corporation may purchase and maintain insurance, in such amounts as the board of directors may from time to time deem appropriate, on behalf of any person who is or was a director or officer of the corporation, or who is or was serving at the request of the board of directors on any committee of the board of directors or of the corporation against any liability incurred by him in any such capacity, or arising out of his status as such, whether or not the corporation would have the power to indemnify him against such liability.

ARTICLE VI

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a *later* effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing.

ARTICLE VII

The information contained in Article VII is not a permanent part of the Articles of Organization.

a. The street address (post office boxes are not acceptable) of the principal office of the corporation *in Massachusetts* is:

66 West Street, Third Floor, Pittsfield, MA 01201

b. The name, residential address and post office address of each director and officer of the corporation is as follows:

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:	Salvatore Perry	20 Renwick Street, New York, NY 10013	Same
Treasurer:	Salvatore Perry	20 Renwick Street, New York, NY 10013	Same
Clerk:	Karla Rothstein	20 Renwick Street, New York, NY 10013	Same
Directors: (or officers having the powers of directors)	Salvatore Perry	20 Renwick Street, New York, NY 10013	Same
	Karla Rothstein	20 Renwick Street, New York, NY 10013	Same

c. The fiscal year of the corporation shall end on the last day of the month of: **December**

d. The name and business address of the resident agent, if any, of the corporation is:

Cain, Hibbard & Myers, PC, 66 West Street, Pittsfield, MA 01201

I/We, the below signed incorporator(s), do hereby certify under the pains and penalties of perjury that I/we have not been convicted of any crimes relating to alcohol or gaming within the past ten years. I/We do hereby further certify that to the best of my/our knowledge the above-named officers have not been similarly convicted. If so convicted, explain.

IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address(es) are clearly typed or printed beneath each signature, do hereby associate with the intention of forming this corporation under the provisions of General Laws, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 25 day of June, 2015.

F. Sydney Smithers
F. Sydney Smithers, Esq.

Cain, Hibbard & Myers, PC

66 West Street

Pittsfield, MA 01201

Note: If an existing corporation is acting as incorporator, type in the exact name of the corporation, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said corporation and the title he/she holds or other authority by which such action is taken.

THE COMMONWEALTH OF MASSACHUSETTS

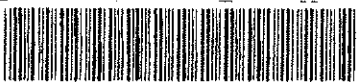
I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are deemed to have been filed with me on:

June 29, 2015 09:05 AM

A handwritten signature in black ink, reading "William Francis Galvin". The signature is written in a cursive, flowing style with a large initial 'W' and 'G'.

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth



2015 00004215

Bk: 1572 Pg: 196 Doc: DEED NB

Page: 1 of 3 07/23/2015 03:02 PM

Property Location: State Road, North Adams, MA

QUITCLAIM DEED

We, GAILANNE CARIDDI and ANTOINETTE CARIDDI, both of North Adams Massachusetts, as TRUSTEES OF THE JAMES V. CARIDDI REVOCABLE TRUST dated January 24, 2010, with an address of 100 Galvin Road, North Adams, Massachusetts, for which a Trustee's Certificate pursuant to MGL. c. 184, §35 is recorded with the Berkshire Northern District Registry of Deeds in Book 1572, Page 184, for consideration paid in the amount of ONE THOUSAND AND ZERO HUNDREDTHS DOLLARS (\$1,000.00), grant to GREYLOCK FLUME, INC., a Massachusetts corporation with a place of business and mailing address in c/o Cain Hibbard & Myers, PC, 66 West Street, Pittsfield, MA 01201, with QUITCLAIM COVENANTS, the following land in North Adams, with improvements thereon, more particularly bounded and described as follows:

Parcel B as shown on a plan entitled "Plan of Land Prepared for Latent Productions, LLC, State Road, North Adams, MA" dated May 21, 2015 and recorded with the Berkshire Northern District Registry of Deeds in Plat B, Plan Number 83.

Meaning and intending to describe and convey and hereby expressly conveying, a portion of the premises conveyed to the grantors herein by deed of James V. Cariddi dated March 11, 2010 and recorded with the Berkshire Northern District Registry of Deeds in Book 1404, Page 35.

Real estate taxes assessed on the conveyed premises have been apportioned between the parties as of the date of conveyance and the grantee herein assumes and agrees to pay same.

{FSS/136790402/00699503.1}

MASSACHUSETTS EXCISE TAX

Northern Berkshire ROD #3 001

Date: 07/23/2015 03:02 PM

Ctrl# 030370 13999 Doc# 00004215

Fee: \$4.56 Cons: \$1,000.00

WITNESS our hands and seals this 17th day of July, 2015.

Gailanne M. Cariddi

Gailanne Cariddi, as
Trustee of the James V. Cariddi Revocable Trust

Antoinette M. Cariddi

Antoinette Cariddi, as
Trustee of the James V. Cariddi Revocable Trust

COMMONWEALTH OF MASSACHUSETTS

Berkshire, ss.

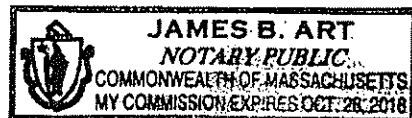
On this 17th day of July, 2015 before me, the undersigned notary public, personally appeared Gailanne Cariddi, as Trustee of the James V. Cariddi Revocable Trust proved to me through satisfactory evidence of identification, which was ~~photographic identification with signature issued by a federal or state governmental agency, oath or affirmation of a credible witness,~~ personal knowledge of the undersigned, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that she signed it voluntarily for its stated purpose as trustee, and as her free act and deed.

James B. Art

Notary Public

SEAL

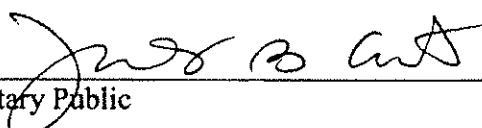
My Commission Expires: _____



COMMONWEALTH OF MASSACHUSETTS

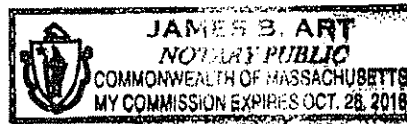
Berkshire, ss.

On this 17th day of July, 2015 before me, the undersigned notary public, personally appeared Antoinette Cariddi, as Trustee of the James V. Cariddi Revocable Trust proved to me through satisfactory evidence of identification, which was ~~0 photographic identification with signature issued by a federal or state governmental agency, 0 oath or affirmation of a credible witness, 0 personal knowledge of the undersigned,~~ to be the person whose name is signed on the preceding or attached document, and acknowledged to me that she signed it voluntarily for its stated purpose as trustee, and as her free act and deed.


Notary Public

SEAL

My Commission Expires: _____



H:\CLIENT FILES\C\Cariddi\closing documents\Parcel B Deed Trustees (00699503) (2).doc

Application for Federal Assistance SF-424

* 1. Type of Submission:

- ☐ Preapplication
☒ Application
☐ Changed/Corrected Application

* 2. Type of Application:

- ☒ New
☐ Continuation
☐ Revision

* If Revision, select appropriate letter(s):

* Other (Specify):

* 3. Date Received:

12/17/2015

4. Applicant Identifier:

5a. Federal Entity Identifier:

5b. Federal Award Identifier:

State Use Only:

6. Date Received by State:

7. State Application Identifier:

8. APPLICANT INFORMATION:

* a. Legal Name: Greylock Flume, Inc.

* b. Employer/Taxpayer Identification Number (EIN/TIN):

47-4481064

* c. Organizational DUNS:

0800434930000

d. Address:

* Street1:

66 West Street, Third Floor

Street2:

* City:

Pittsfield

County/Parish:

* State:

MA: Massachusetts

Province:

* Country:

USA: UNITED STATES

* Zip / Postal Code:

01201-5764

e. Organizational Unit:

Department Name:

Division Name:

f. Name and contact information of person to be contacted on matters involving this application:

Prefix:

* First Name:

Melissa

Middle Name:

* Last Name:

Provencher

Suffix:

Title: Senior Planner/Brownfields Coordinator

Organizational Affiliation:

Berkshire Regional Planning Commission

* Telephone Number:

(413) 442-1521 ext. 22

Fax Number:

(413) 442-1523

* Email:

mprovencher@berkshireplanning.org

Application for Federal Assistance SF-424

* 9. Type of Applicant 1: Select Applicant Type:

M: Nonprofit with 501C3 IRS Status (Other than Institution of Higher Education)

Type of Applicant 2: Select Applicant Type:

Type of Applicant 3: Select Applicant Type:

* Other (specify):

* 10. Name of Federal Agency:

Environmental Protection Agency

11. Catalog of Federal Domestic Assistance Number:

66.818

CFDA Title:

Brownfields Assessment and Cleanup Cooperative Agreements

* 12. Funding Opportunity Number:

EPA-OSWER-OBLR-15-06

* Title:

FY16 Guidelines for Brownfields Cleanup Grants

13. Competition Identification Number:

Title:

14. Areas Affected by Project (Cities, Counties, States, etc.):

Add Attachment

Delete Attachment

View Attachment

* 15. Descriptive Title of Applicant's Project:

Greylock Flume Brownfields Cleanup Application

Attach supporting documents as specified in agency instructions.

Add Attachments

Delete Attachments

View Attachments

Application for Federal Assistance SF-424**16. Congressional Districts Of:*** a. Applicant * b. Program/Project

Attach an additional list of Program/Project Congressional Districts if needed.

17. Proposed Project:* a. Start Date: * b. End Date: **18. Estimated Funding (\$):**

* a. Federal	<input type="text" value="200,000.00"/>
* b. Applicant	<input type="text" value="40,000.00"/>
* c. State	<input type="text" value="0.00"/>
* d. Local	<input type="text" value="0.00"/>
* e. Other	<input type="text" value="0.00"/>
* f. Program Income	<input type="text" value="0.00"/>
* g. TOTAL	<input type="text" value="240,000.00"/>

*** 19. Is Application Subject to Review By State Under Executive Order 12372 Process?**

- ☐ a. This application was made available to the State under the Executive Order 12372 Process for review on .
- ☐ b. Program is subject to E.O. 12372 but has not been selected by the State for review.
- ☒ c. Program is not covered by E.O. 12372.

*** 20. Is the Applicant Delinquent On Any Federal Debt? (If "Yes," provide explanation in attachment.)**☐ Yes ☒ No

If "Yes", provide explanation and attach

21. *By signing this application, I certify (1) to the statements contained in the list of certifications and (2) that the statements herein are true, complete and accurate to the best of my knowledge. I also provide the required assurances** and agree to comply with any resulting terms if I accept an award. I am aware that any false, fictitious, or fraudulent statements or claims may subject me to criminal, civil, or administrative penalties. (U.S. Code, Title 218, Section 1001)**

☒ ** I AGREE

** The list of certifications and assurances, or an internet site where you may obtain this list, is contained in the announcement or agency specific instructions.

Authorized Representative:

Prefix: * First Name:

Middle Name:

* Last Name:

Suffix:

* Title: * Telephone Number: Fax Number: * Email: * Signature of Authorized Representative: * Date Signed: